

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark OfficeRECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

## 1. Name of conveying party(ies):

Name: CapitalSource Finance LLC

☐ Individual(s)                      ☐ Association  
☐ General Partnership              ☐ Limited Partnership  
☐ Corporation (State- )  
☒ Other (Delaware Limited liability company)

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

## 2. Name and Address of receiving party(ies)

Name: Lerner New York Inc.

Address: 450 West 33<sup>rd</sup> Street  
New York, NY 10001

☐ Individual(s) citizenship \_\_\_\_\_  
☐ Association \_\_\_\_\_  
☐ General Partnership \_\_\_\_\_  
☐ Limited Partnership \_\_\_\_\_  
☒ Corporation (Delaware)  
☐ Other

If assignee is not domiciled in the United States, a domestic  
 representative designation is attached: ☐ Yes ☐ No  
 (Designations must be a separate document from assignment)  
 Additional name(s) & address(es) attached? ☐ Yes ☐ No

## 3. Nature of conveyance:

☐ Assignment                      ☐ Merger  
☐ Security Agreement              ☐ Change of Name  
☒ Other - Release of Security Interest

Execution Date: May 18, 2004

## 4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) See Attached Schedule

Additional numbers attached? ☒ Yes ☐ No

## 5. Name and address of party to whom correspondence concerning document should be mailed:

Hayley M. Smith  
 Senior Legal Assistant  
 Kirkland & Ellis  
 153 East 53rd Street  
 New York, NY 10022-4675  
 Phone (212) 446-4800, Facsimile (212) 446-4900

## 6. Total number of applications and registrations involved: 3

## 7. Total fee (37 CFR 3.41)..... \$90

☐ Enclosed  
☒ Authorized to be charged to Deposit Account

## 8. Deposit Account No. 111098

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

## 9. Statement and signature:

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Hayley Smith  
 Name of Person Signing

Hayley Smith  
 Signature

May 20, 2004  
 Date

Total number of pages including cover sheet, attachments, and document: \_\_\_\_

**SCHEDULE TO RECORDATION COVER SHEET****U.S. TRADEMARKS**

MARK	REG. NO.	REG. DATE
NEW YORK JEANS	2714767	05/13/03
NY & CO.	2076151	07/01/97
NY JEANS NEW YORK & COMPANY	2387472	09/19/00

**RELEASE OF SECURITY INTEREST AND COLLATERAL ASSIGNMENT OF  
TRADEMARKS**

**THIS RELEASE OF SECURITY INTEREST AND COLLATERAL ASSIGNMENT OF TRADEMARKS** (this "Release") is made as of May 18, 2004 ("Effective Date") by and between LERNER NEW YORK, INC., a Delaware corporation, with its principal office at 450 West 33<sup>rd</sup> Street, New York, New York 10001 ("Grantor"), and CAPITALSOURCE FINANCE LLC, a Delaware limited liability company, with its principal office at 4445 Willard Avenue, Chevy Chase, Maryland 20815 ("Grantee").

**WHEREAS**, pursuant to the terms and conditions of that certain Collateral Assignment of Trademarks (Security Agreement) by and between Grantor and Grantee dated November 27, 2002 (the "Security Agreement"), Grantor granted to Grantee a security interest in and to all of Grantor's right, title and interest in and to Grantor's trademarks, trademark registrations, trademark applications and trade names (the "Trademarks"); all registrations of trademarks in the United States and all foreign countries; all trade names, trademarks and trademark registrations thereafter adopted or acquired and used, including but not limited to, those which are based upon or derived from the trademarks or any variations thereof (the "Future Trademarks"); all extensions, renewals, and continuations of the Trademarks and Future Trademarks; all rights to sue for past, present and future infringements of the Trademarks and Future Trademarks; all packaging, labeling, trade names, service marks, logos, trade dress including or containing the Trademarks and Future Trademarks, or a representation thereof, or any variation thereof (collectively the "Collateral"), including, without limitation, the United States trademark registrations set forth on Schedule A attached hereto, together with the goodwill associated therewith;

**WHEREAS**, Grantor and Grantee entered into that Security Agreement pursuant to the terms and conditions of that certain Note Purchase and Security Agreement by and between Grantor and Grantee dated November 27, 2002;

**WHEREAS**, the Security Agreement was recorded with the United States Patent and Trademark Office ("PTO") on January 13, 2003, at Reel 2651, Frame 0386;

**WHEREAS**, Grantor has paid all of its outstanding indebtedness to Grantee.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Security Agreement, and hereby terminates, reassigns, cancels and releases any and all security interests it has against the Collateral.

Grantee shall, at Grantor's expense, take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Release.

\* \* \* \* \*

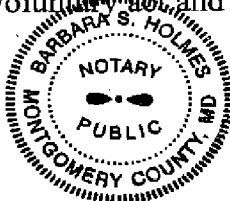
IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of May \_\_, 2004.

**CAPITALSOURCE FINANCE LLC**

Name: Joseph Turitz  
Title: Joseph Turitz  
General Counsel

STATE OF MARYLAND,  
COUNTY OF MONTGOMERY SS.

On this 18th day of MAY 2004, there appeared before me JOSEPH TURITZ personally known to me, who acknowledged that he signed the foregoing Release as his voluntary act and deed on behalf and with full authority of \_\_\_\_\_.



**BARBARA S. HOLMES**  
**NOTARY PUBLIC**  
**MONTGOMERY COUNTY, MD**  
My Commission Expires  
**March 30, 2008**

Barbara S. Holmes  
Notary Public

**SCHEDULE A**  
**U.S. TRADEMARKS**

MARK	REG. NO.	REG. DATE
NEW YORK JEANS*	2714767	05/13/03
NY & CO.*	2076151	07/01/97
NY JEANS NEW YORK & COMPANY*	2387472	09/19/00

\*Marks have been assigned to Lernco Inc.